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THOMAS F. MCFARLAND

July 30, 2009

By UPS overnight mail

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20024

225427

Re: Finance Docket No. 35284, *S&S Shortline Leasing, LLC -- Operation Exemption*
-- *The City of Ely and White Pine Historical Railroad Foundation*

Dear Ms. Quinlan:

Enclosed please find an original and 10 copies of Verified Notice of Exemption Under 49 C.F.R. § 1152.31, for filing with the Board in the above referenced matter.

Also enclosed is a check in the amount of \$1,800 for the filing fee.

ENTERED
Office of Proceedings

JUL 31 2009

Part of
Public Record

Very truly yours,

Tom McFarland

Thomas F. McFarland
Attorney for Applicant

TMcF kl enc wp8 0\1391\ltrstb1

FILED

JUL 31 2009

**SURFACE
TRANSPORTATION BOARD**



FEE RECEIVED

JUL 31 2009

**SURFACE
TRANSPORTATION BOARD**

BEFORE THE
SURFACE TRANSPORTATION BOARD

S&S SHORTLINE LEASING, LLC --)	
OPERATION EXEMPTION -- THE CITY)	FINANCE DOCKET
OF ELY AND WHITE PINE HISTORICAL)	NO. 35284
RAILROAD FOUNDATION)	
)	



VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31

FILED

JUL 31 2009

SURFACE
TRANSPORTATION BOARD

S&S SHORTLINE LEASING, LLC
P.O. Box 604
Farmington, UT 84025

FEE RECEIVED

JUL 31 2009

SURFACE
TRANSPORTATION BOARD

Applicant

ENTERED
Office of Proceedings

JUL 31 2009

Part of
Public Record

THOMAS F. McFARLAND
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208 South LaSalle Street
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(312) 236-0204
(312) 201-9695 [fax]
mcfarland@aol.com

Attorney for Applicant

DATE FILED: July 31, 2009

BEFORE THE
SURFACE TRANSPORTATION BOARD

S&S SHORTLINE LEASING, LLC --)	
OPERATION EXEMPTION -- THE CITY)	FINANCE DOCKET
OF ELY AND WHITE PINE HISTORICAL)	NO. 35284
RAILROAD FOUNDATION)	
)	

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31**

Pursuant to 49 C.F.R. § 1150.31, *et seq.*, and 49 U.S.C. § 10502(a), S&S SHORTLINE LEASING, LLC (S&S) hereby provides notice of its class exemption from 49 U.S.C. § 10901 for its operation of a rail line owned by the City of Ely, Nevada (the City) and White Pine Historical Railroad Foundation (the Foundation) between Milepost 0.0 at or near Cobre and Milepost 127.9 at or near McGill Junction, a distance of approximately 127.9 miles in White Pine and Elko Counties, Nevada (the Cobre-McGill Junction line).

THE SUBJECT RAIL LINE

The subject Cobre-McGill Junction rail line is a part of a longer rail line constructed by Nevada Northern Railway in the early Twentieth Century to provide access to a major copper production area near Ely in White Pine County, Nevada. Currently, that longer rail line consists of approximately 156.7 miles, i.e., (1) a 146.1-mile main line between Cobre and Keystone, NV; (2) a branch extending from McGill Junction at Milepost 127.9 approximately 2.6 miles to McGill, NV (McGill Branch) and (3) a branch extending from Hilene at Milepost 135.3 approximately 8 miles to Adverse, NV (Adverse Branch). The entire line is owned by the City and the Foundation.

By virtue of a Board exemption issued in *Great Basin and Northern Railroad -- Change in Operators Exemption -- the City of Ely and White Pine Historical Railroad Foundation*, 2004 STB LEXIS 347 (Finance Docket No. 34506, decision served June 7, 2004), Great Basin and Northern Railroad (GB&N) is authorized to operate over a total of 28.8 miles of that rail line, i.e., (1) 18.2 miles of the main line between Milepost 146.1 at or near Keystone and Milepost 127.9 at McGill Junction, NV; (2) the 2.6-mile McGill Branch; and (3) the 8-mile Adverse Branch.

The subject rail line consists of the remainder of the main line between Milepost 0.0 at Cobre and Milepost 127.9 at McGill Junction. The subject rail line has been out of service. The line is in the process of being rehabilitated by S&S. The subject line connects at two points with Union Pacific Railroad Company (UP), i.e., Milepost 0.0 at Cobre (former Southern Pacific) and Milepost 18.79 at Shafter (former Western Pacific). Initially, interchange between S&S and UP will take place at Shafter because the trackage used for interchange at that location is in better condition than the trackage that would be used for interchange at Cobre.

A map of the Subject Rail Line is attached to this Notice as Appendix 1. The connections to UP at Cobre and Shafter are shown at the northern end of the Line. The former Nevada Northern line ends at Keystone which is not marked on the map, but which is the end-point a short distance west of Ely at the southern end of the Line.

INFORMATION REQUIRED BY 49 C.F.R. § 1150.33

(a) The full name and address of the applicant;

Applicant is S&S Shortline Leasing, LLC, P.O. Box 604, Farmington, UT 84025.

(b) The name, address, and telephone number of the representative of the applicant who should receive correspondence;

Applicant's representative is Thomas F. McFarland, Thomas F. McFarland, P.C., 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, (312) 236-0204, (312) 201-9695 fax, mcfarland@aol.com.

(c) A statement that an agreement has been reached or details about when an agreement will be reached;

An agreement has been reached between S&S and the City and the Foundation for S&S's operation of the subject rail line.

(d) The operator of the property;

S&S will operate the property.

(e) A brief summary of the proposed transaction, including:

(1) The name and address of the railroad transferring the subject property to the Class III rail carrier applicant,

The transferors of the subject rail line for operation are its owners, the City of Ely, Nevada, City Hall, 501 Mill Street, Ely, NV 89301, and White Pine Historical Railroad Foundation, 1100 Avenue A, P.O. Box 150040, East Ely, NV 89315.

(2) The proposed time schedule for consummation of the transaction,

The operation would be consummated no earlier than the date on which an exemption for such operation becomes effective, i.e., at least 30 days after the filing of this Verified Notice.

(3) The mileposts of the subject property, including any branch lines, and

The subject rail line extends between Milepost No. 0.0 at or near Cobre, and Milepost No. 127.9 at or near McGill Junction, in White Pine and Elko Counties, NV.

(4) The total route miles being acquired;

A total of 127.9 miles are proposed to be operated.

(f) A map that clearly indicates the area to be served, including origins, termini, stations, cities, counties, and States;

The required map is attached to this Verified Notice as Appendix 1.

(g) A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier.

It is hereby certified that S&S's projected revenues from operating the subject rail line will be not exceed those that would qualify it as a Class III rail carrier.

(h) Transactions imposing interchange commitments.

The proposed operation does not involve any interchange commitments.

ANNUAL REVENUES WOULD NOT EXCEED \$5 MILLION

Pursuant to 49 C.F.R. § 1150.32(e), it is hereby certified that the projected annual revenues of S&S to be created by virtue of the proposed operation would not exceed \$5 million.

CAPTION SUMMARY

Pursuant to 49 C.F.R. § 1150.32(a), a brief caption summary conforming to the format in 49 C.F.R. § 1150.34 is attached to this Verified Notice as Appendix 2.

ENVIRONMENTAL AND HISTORIC REPORT

Pursuant to 49 C.F.R. § 1105.6(c)(2)(ii) and 49 C.F.R. § 1105.8(b)(1), no environmental nor historic reporting or documentation is required for the proposed operation.

NO LABOR PROTECTIVE CONDITIONS

Pursuant to 49 U.S.C. § 10901(c), no labor protective conditions are to be imposed on the exemption.

GENERAL VERIFICATION

Attached to this Verified Notice as Appendix 3 is the verification of Thomas F. McFarland in regard to the factual allegations contained in such Notice.

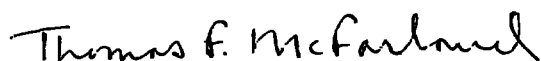
CONCLUSION AND REQUESTED RELIEF

WHEREFORE, pursuant to 49 C.F.R. § 1150.32(b), within 16 days of the filing of this Verified Notice, the Director of the Board's Office of Proceedings should publish in the Federal Register a notice of the filing of this Verified Notice.

Respectfully submitted,

S&S SHORTLINE LEASING, LLC
P.O. Box 604
Farmington, UT 84025

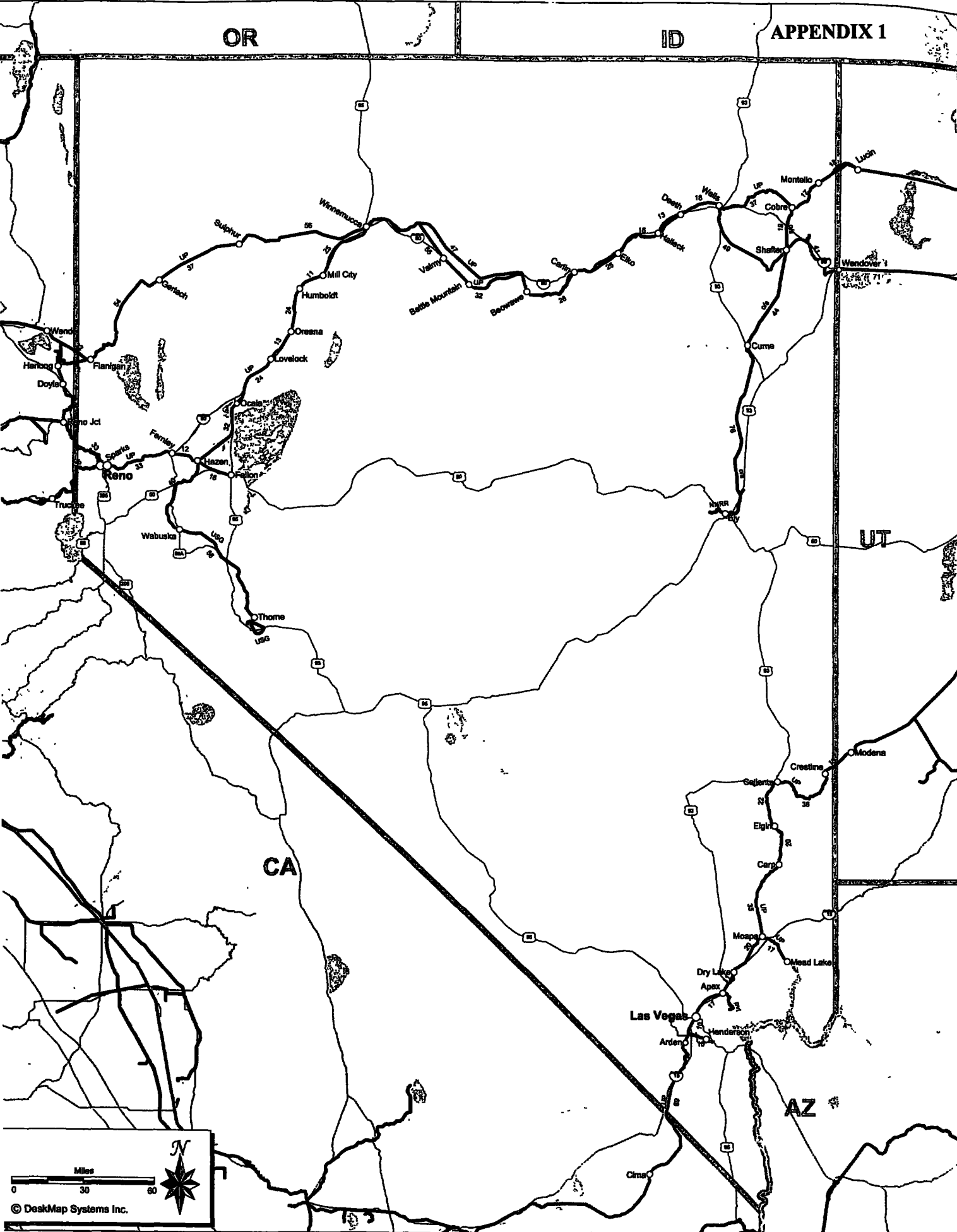
Applicant



THOMAS F. McFARLAND
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mcfarland@aol.com

Attorney for Applicant

DATE FILED: July 31, 2009



APPENDIX 1

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

Finance Docket No. 35284

***S&S SHORTLINE LEASING, LLC
-- OPERATION EXEMPTION --
THE CITY OF ELY AND WHITE
PINE HISTORICAL RAILROAD FOUNDATION***

S&S SHORTLINE LEASING, LLC (S&S), a noncarrier, has filed a notice of exemption from 49 U.S.C. § 10901 for operation of a rail line owned by the City of Ely, Nevada and White Pine Historical Railroad Foundation between Milepost 0.0 at Cobre and Milepost 127.9 at McGill Junction, a distance of 127.9 miles in White Pine and Elko Counties, Nevada. Comments must be filed with the Board and be served on S&S's representative, i.e., Thomas F. McFarland, Thomas F. McFarland, P.C., 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, (312) 236-0204 phone, (312) 201-9695 fax, mcfarland@aol.com.

This notice is filed under 49 C.F.R. § 1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

By the Board

(SEAL)

Anne K. Quinlan, Acting Secretary

VERIFICATION

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

Thomas F. McFarland, being duly sworn, states that he is attorney for S&S Shortline Leasing, LLC (S&S), that he is familiar with the factual allegations made in the foregoing Verified Notice of Exemption in behalf of S&S; and that such allegations are true as stated.

Thomas F. McFarland

Thomas F. McFarland



SUBSCRIBED and SWORN to
before me this 30th day of
July, 2009.

Kathleen Lenhan
Notary Public